

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

UNITED STATES SECURITIES AND
EXCHANGE COMMISSION,

Plaintiff,

v.

ADAM P. ROGAS,

Defendant,

and

NS8 FP, LLC, MVP 2020, LLC, AND
ROGASSI ENTERPRISES, LLC

Relief Defendants.

Civil Action No. 20-cv-7628-PAC

ECF Case

~~[PROPOSED]~~
ASSET FREEZE AND ORDER GRANTING OTHER RELIEF

This Court issued an emergency *ex parte* Order: (1) freezing \$35,084,900 of funds and other assets of Defendant Adam Rogas and Relief Defendants NS8 FP, LLC, MVP 2020, LLC, and Rogassi Enterprises, LLC, wherever located; (2) requiring Defendant and Relief Defendants to provide accountings of all funds or other assets received in June 2020 through an equity redemption of NS8, Inc. securities; (3) prohibiting the destruction or alteration of documents; (4) providing for expedited discovery; (5) providing alternative service by the Commission; and (6) setting this matter for a further hearing. Defendant Adam Rogas and Relief Defendants NS8 FP, LLC, MVP 2020, LLC, and Rogassi Enterprises, LLC have consented to continuation of some of this relief pending resolution of the merits of this matter through trial or otherwise. Specifically, Defendant and Relief Defendants have consented to issuance of an Order (1) freezing

\$35,084,900 of funds and other assets of Defendant Adam Rogas and Relief Defendants NS8 FP, LLC, MVP 2020, LLC, and Rogassi Enterprises, LLC, wherever located; and (2) prohibiting the destruction or alteration of documents pending resolution of the merits of this matter through trial or otherwise.

Now, therefore,

I.

IT IS HEREBY ORDERED that, pending resolution of the merits of this matter through trial or otherwise:

A. \$35,084,900 of assets, funds, or other property of Defendant Adam Rogas and Relief Defendants NS8 FP, LLC, MVP 2020, LLC, and Rogassi Enterprises, LLC, wherever located or by whomever held, and whether acquired before or after institution of this action, are frozen;

B. Defendant, Relief Defendants, and their officers, directors, successor corporations, subsidiaries, affiliates, trustees, family members, agents, servants, employees, attorneys-in-fact, and those persons in active concert or participation with them who receive actual notice of this order by personal service or otherwise, and each of them, shall hold and retain within their control, and otherwise prevent any disposition, transfer, pledge, encumbrance, assignment, dissipation, concealment, or other disposal whatsoever of any of their funds or other assets or things of value presently held by them, under their control or over which they exercise actual or apparent investment or other authority, in whatever form such assets may presently exist and wherever located, up to \$35,084,900; and

C. Any bank, financial or brokerage institution or other person or entity holding any funds, securities or other assets in the name of, for the benefit of, or under the control of Defendant Adam Rogas and Relief Defendants NS8 FP, LLC, MVP 2020, LLC, and Rogassi Enterprises,

LLC, and their officers, directors, successor corporations, subsidiaries, affiliates, trustees, family members, agents, servants, employees, attorneys-in-fact, and those persons in active concert or participation with them, shall hold and retain within their control and prohibit the withdrawal, removal, transfer or other disposal of any such funds or other assets. This Order specifically applies, but is not limited, to the following accounts:

Institution Name	Account Name	Account Number
Bank of America, N.A.	Unknown	xxxx xxxx 8288
Bank of America, N.A.	Unknown	xxxx xxxx 7349
Silicon Valley Bank	Adam Rogas	xxxxxxx9397
Silicon Valley Bank	Adam Rogas	xxxxxxx3309
National Financial Services, LL	Adam Rogas	unknown

D. No person or entity, including the Defendant or any Relief Defendant, or any creditor or claimant against the Defendant or any Relief Defendant, or any person acting on behalf of such creditor or claimant, shall take any action to interfere with the asset freeze, including, but not limited to, the filing of any lawsuits, liens, or encumbrances, or bankruptcy cases to impact the property and assets subject to this order; provided, however, that any party or non-party may seek leave from this order upon a proper showing.

E. Copies of this Order may be served by any means, including facsimile transmission and email, upon any entity or person that may have possession, custody, or control of any assets of Defendant or Relief Defendants that may be subject to any provision of this Order.

II.

IT IS HEREBY FURTHER ORDERED that the Commission may file Notices of *Lis Pendens*, or any similar document that has the effect of clouding title, on all pieces of real

property in which the Defendant or Relief Defendants have an interest that is known to the Commission. Should the Defendant or Relief Defendants wish to sell any piece of real property in which he has an interest, he shall give counsel for the Commission notice of the proposed sale and seek and obtain the concurrence of the Court in the transaction prior to the sale. The Defendant or Relief Defendant shall fully account for any proceeds received from the sale of such property to the Court and counsel for the Commission, and the proceeds of such sales shall be frozen pursuant to the provisions of this Order and submitted to the registry of the Court; and the Defendant and Relief Defendants are hereby prohibited from further encumbering their interests in any real or personal property by means of pledging it for collateral for any purpose or by allowing it to secure any obligation. This order applies, but is not limited, to the following property:

9813 Moon Valley Pl, Las Vegas, NV 89134-6738

III.

IT IS HEREBY FURTHER ORDERED that, the Defendant, Relief Defendants, and their officers, directors, successor corporations, subsidiaries, affiliates, trustees, family members, agents, servants, employees, attorneys-in-fact, and those persons in active concert or participation with them, are prohibited from destroying or altering records. Pending further order of the Court or resolution of the merits of this matter through trial or otherwise, Defendant, Relief Defendants, and their officers, directors, successor corporations, subsidiaries, affiliates, trustees, family members, agents, servants, employees, attorneys-in-fact, and those persons in active concert or participation with them who receive actual notice of this order by personal service or otherwise, and each of them, are hereby restrained from destroying, mutilating, concealing, altering, or disposing of any document referring or relating in any manner to any

transactions described in the Commission's Complaint in this action, or to any communications by or between the Defendant and Relief Defendants. As used in this order, "document" means the original and all non-identical copies (whether non-identical because of handwritten notation or otherwise) of all written or graphic matter, however produced, and any other tangible record, or electronic data compilation capable of reproduction in tangible form, including, without limitation, computer data, e-mail messages, correspondence, memoranda, minutes, telephone records, reports, studies, telexes, diaries, calendar entries, contracts, letters of agreement, and including any and all existing drafts of all documents.

IV.

The Show Cause Hearing scheduled for September 25, 2020 is vacated.

V.

IT IS HEREBY FURTHER ORDERED that the Court shall retain jurisdiction of this matter for all purposes.

SO ORDERED, this 24th day of September, 2020,



UNITED STATES DISTRICT JUDGE